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## **CAPINFO COMPANY LIMITED\***

### **首都信息發展股份有限公司**

*(a joint stock limited company incorporated in the PRC with limited liability)*

**(Stock Code: 1075)**

## **CHANGE OF DIRECTORS AND SUPERVISOR**

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On 19 October 2011:

- a) Ms. Sun Jing and Mr. Cao Jun tendered their resignations as non-executive Directors and Ms. Gao Yuanjun tendered her resignation as a Supervisor with effect from the date of the EGM; and
- b) Ms. Zhang Kaihua and Mr. Shi Hongyin have been nominated by the Board as non-executive Directors and will be appointed to the Board with effect from the date of the EGM subject to the approval by the Shareholders at the EGM; and
- c) Mr. Xiao Jun has been nominated by the Supervisory Committee as a Supervisor and will be appointed to the Supervisory Committee with effect from the date of the EGM subject to the approval by the Shareholders at the EGM.

### **GENERAL**

The Company will convene an EGM for the purposes of considering and, if thought fit, approving the proposed appointment of Ms. Zhang and Mr. Shi as non-executive Directors and the proposed appointment of Mr. Xiao as a Supervisor. A circular containing further details in such regards and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

## **RESIGNATION OF NON-EXECUTIVE DIRECTORS AND SUPERVISOR**

On 19 October 2011, Ms. Sun Jing (“Ms. Sun”) and Mr. Cao Jun (“Mr. Cao”) tendered their resignations as non-executive Directors with effect from the date of the EGM due to their other business engagements. On the same date, Ms. Gao Yuanjun (“Ms. Gao”) tendered her resignation as a Supervisor with effect from the date of the EGM due to her retirement.

Ms. Sun and Mr. Cao have confirmed that they have no disagreement with the Board and Ms. Gao has confirmed that she has no disagreement with the Supervisory Committee and the Board. There are no other matters in relation to their resignations that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Ms. Sun, Mr. Cao and Ms. Gao for their valuable contributions to the Group during their tenure of office and offer its best wishes to them.

## **PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTORS AND SUPERVISOR**

The Board is pleased to announce that on 19 October 2011, Ms. Zhang Kaihua (“Ms. Zhang”) and Mr. Shi Hongyin (“Mr. Shi”) have been nominated by the Board as non-executive Directors and will be appointed to the fourth session of the Board from the date of the EGM subject to the approval by the Shareholders at the EGM. Ms. Zhang and Mr. Shi shall hold office until the expiration date of the term of the fourth session of the Board and their directorships will be subject to resignation by rotation or re-election in accordance with the Articles of Association. Ms. Zhang and Mr. Shi will not be entitled to any emolument.

On 19 October 2011, Mr. Xiao Jun (“Mr. Xiao”) has been nominated by the Supervisory Committee as a Supervisor and will be appointed to the fourth session of the Supervisory Committee from the date of the EGM subject to the approval by the Shareholders at the EGM. Mr. Xiao shall hold office until the expiration date of the term of the fourth session of the Supervisory Committee and will be subject to resignation by rotation or re-election in accordance with the Articles of Association. Mr. Xiao will not be entitled to any emolument.

Ms. Zhang, aged 37, is currently the deputy general manager of the financial assets management division of BSAM. Prior to joining the Company, Ms. Zhang was a project manager of Datang Telecom Technology Co., Ltd and a senior investment manager of Digital China Holdings Limited. Ms. Zhang obtained a master’s degree in management science and engineering from Tsinghua University.

Mr. Shi, aged 44, is currently the deputy director of the operation management division of 北京廣播電視臺 (Beijing Radio and Television\*), and the director of Beijing Gehua Cable TV Network Co., Ltd. (the promoter of the Company). Prior to joining the Company, Mr. Shi was the head of research division of 北京北廣傳媒集團 (All Media and Culture Group\*), and senior manager of professional development market research division of China Central Television and corporate reform division of China National Nuclear Corporation. Mr. Shi is a senior engineer and he holds a master’s degree in economics from Dongbei University of Finance and Economics.

Mr. Xiao, aged 34, is currently an audit manager of the audit division of BSAM. Prior to joining the Company, Mr. Xiao served at 北京瑞明威稅務師事務所 (Beijing Ruimingwei Certified Tax Agent Company\*), Shinewing Certified Public Accountants and Beijing Automotive Industry Holding Co., Ltd. Mr. Xiao obtained a bachelor’s degree in computer accounting from Hubei University.

Save as disclosed above and as far as the Directors are aware, Ms. Zhang, Mr. Shi and Mr. Xiao do not hold any other position in the Company or any of its subsidiaries nor did they hold any directorship in any other listed public company in the last three years. Apart from the employment of Ms. Zhang and Mr. Xiao with BSAM, Ms. Zhang, Mr. Shi and Mr. Xiao do not have any relationship with any other directors, senior management, or substantial shareholders of the Company. As at the date of this announcement, Ms. Zhang, Mr. Shi and Mr. Xiao do not have, and are not deemed to have, any interests or short positions in any shares, underlying shares or debentures (as defined under Part XV of the Securities and Futures Ordinance, Cap. 571 of the Laws of Hong Kong) of the Company.

Save as disclosed above and as far as the Directors are aware, there is no other information which is discloseable pursuant to Rule 13.51(2)(h) to (x) of the Listing Rules nor are there any other matters in relation to the proposed appointment of Ms. Zhang, Mr. Shi and Mr. Xiao that need to be brought to the attention of the Shareholders.

## **GENERAL**

The Company will convene an EGM for the purposes of considering and, if thought fit, approving the proposed appointment of Ms. Zhang and Mr. Shi as non-executive Directors and the proposed appointment of Mr. Xiao as a Supervisor. A circular containing further details in such regards and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

## **DEFINITIONS**

In this announcement, unless the context otherwise requires, the terms below shall have the following meanings when used herein:

- “Articles of Association” : the articles of association of the Company
- “Board” : the board of Directors
- “BSAM” : 北京市國有資產經營有限責任公司 (Beijing State-owned Assets Management Corporation Limited\*), a company incorporated in the PRC with limited liability and the controlling shareholder of the Company
- “Company” : 首都信息發展股份有限公司 (Capinfo Company Limited\*), a joint stock limited company incorporated in the PRC, the H Shares of which are listed on Main Board of the Stock Exchange
- “Director(s)” : the director(s) of the Company
- “EGM” : the extraordinary general meeting to be convened and held for the purposes of considering and, if thought fit, approving the proposed appointment of Ms. Zhang and Mr. Shi as non-executive Directors and the proposed appointment of Mr. Xiao as a Supervisor

“Group”	:	the Company and its subsidiaries
“Listing Rules”	:	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	:	the People’s Republic of China, and for the purpose of this announcement, excludes Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan
“Shareholder(s)”	:	holder(s) of the share(s) of the Company
“Supervisor(s)”	:	the supervisor(s) of the Company
“Supervisory Committee”	:	the Supervisory Committee of the Company

By Order of the Board  
**Capinfo Company Limited\***  
**Mr. Xu Zhe**  
*Chairman*

Beijing, the PRC, 19 October 2011

*As of the date hereof, the executive director of the Company is Dr. Wang Xu; the non-executive directors of the Company are Mr. Xu Zhe, Ms. Sun Jing, Ms. Li Zhi, Mr. Pan Jiaren, Mr. Cao Jun, Dr. Qi Qigong, Ms. Lu Xiaobing and the independent non-executive directors of the Company are Mr. Chen Jing, Dr. Wang Huacheng, Mr. Zeng Xianggao and Mr. Gong Zhiqiang.*

\* For identification purposes only